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SURFACE TRANSPORTATION BOARD



February 23, 2009

Ms. Anne K. Quinlan, Esq.
Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423-0001

Dear Ms. Quinlan:

Please find attached one (1) original of the Memorandum of Railroad Equipment Lease Agreement dated as of February 11, 2009 between the following parties:

Lessee: Ferrous Processing and Trading Co.
3400 E. Lafayette
Detroit, MI 48207

Lessor: The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A for the equipment, (20) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of February 11, 2009 related to twenty (20) railcars bearing reporting marks: ZVBX 14014 - 14184, sporadic and ZVBX 460006 - 460068, sporadic.

Please file this agreement as a primary document. The filing fee in amount of \$41.00 can be charged to our account. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6082.

Sincerely,

Barbara A. Brzezicki
Contract Manager

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**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

SURFACE TRANSPORTATION BOARD

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 11th day of February, 2009, is intended to evidence the lease dated as of February 11, 2009 (the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **FERROUS PROCESSING AND TRADING CO.**, a Michigan corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the twenty (20) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

THE DAVID J. JOSEPH COMPANY**FERROUS PROCESSING AND TRADING CO.**By: Kelly C. PoelleinBy: D.J.B.Name: Kelly C. PoelleinName: Rob BAKOTICHTitle: VP Finance, Brokerage & ServicesTitle: VP SALES & MARKETINGDate: 2/23/09Date: 2/19/09

STATE OF OHIO)
), SS:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 23rd day of February, 2009,
by Kelly C. Butler, the Vice President/Secretary of The David J. Joseph Company, a
Delaware corporation, on behalf of the corporation.

Barbara A. Brzezicki
Notary Public

My Commission expires:

02-20-11



BARBARA A. BRZEZICKI
Notary Public, State of Ohio
My Commission Expires 02-20-11

STATE OF Michigan)
), SS:
COUNTY OF Wayne)

The foregoing instrument was acknowledged before me this 9 day of FEBRUARY, 2009,
by ROB BAKOTICH, the VP SALES & MARKETING of Ferrous Processing and
Trading Co., a Michigan corporation, on behalf of the corporation.

Karen M. Hodges
Notary Public

My Commission expires:

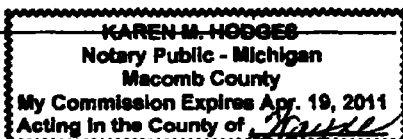


EXHIBIT A

To the Memorandum of Lease dated February 11, 2009, between The David J. Joseph Company and Ferrous Processing and Trading Co.

DESCRIPTION OF UNITS

Twenty (20), railcars bearing reporting marks:

NEW NUMBER	
ZVBX	14014
ZVBX	14022
ZVBX	14064
ZVBX	14083
ZVBX	14135
ZVBX	14146
ZVBX	14150
ZVBX	14168
ZVBX	14170
ZVBX	14175
ZVBX	14184
ZVBX	460006
ZVBX	460008
ZVBX	460009
ZVBX	460012
ZVBX	460022
ZVBX	460032
ZVBX	460033
ZVBX	460038
ZVBX	460068